

Subject:AMTS B-block and A-block for SCRRA PTC, via Contract with options, etc.  
From: Warren Havens (warren.havens@sbcglobal.net)  
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Date: Wed, 24 Aug 2011 12:07:20

Via: SCRRA Board Secretary  
[brozowskik@scrra.net](mailto:brozowskik@scrra.net)  
1-213-452-0255

To: Richard Katz Chair, SCRRA Board of Directors  
Member, Los Angeles County Metropolitan Transportation Authority (Metro)  
Board of Directors  
City of Los Angeles Mayor Appointee

To: Patrick Morris Vice-Chair, SCRRA Board of Directors  
Member, San Bernardino Associated Governments (SANBAG) Board of Directors  
Mayor, City of San Bernardino

cc: Paul Feldman, outside legal counsel to SCRRA (FCC matters)  
cc: Steven D. Miller, outside legal counsel to SCRRA  
cc: Patrick McFadden, outside legal counsel the SkyTel (undersigned companies)

Gentlemen,

*This is an offer from SkyTel to SCRRA of FCC licensed radio spectrum in the 220 MHz range for SCRRA PTC.*

Please forward this to appropriate persons with or representing SCRRA to review this matter.  
(My office may send copies to others that appear appropriate also, if we find them.)

SCRRA has stated to the FCC and other entities that it seeks FCC-licensed radio spectrum in the 217-222 MHz range.

It arranged to purchase spectrum from Maritime Communications Land Mobile LLC ("Maritime").

That involves the AMTS A-block spectrum in lower 200 MHz.

The Maritime spectrum is subject to various proceedings before the FCC.

This includes a formal Hearing under FCC 11-64

(in which discovery is proceeding as to the Parties. SCRRA is a Party, as are my companies listed below. Our attorneys will arrange to efficiently cooperate with SCRRA in discovery issues at an appropriate time.)

Two companies I manage, among those listed at the end below, hold the AMTS B-block spectrum in California. Two of our companies were also the lawful high bidders in the FCC auction for the spectrum held by Maritime, including what it sold to SCRRA.

That is indicated in FCC 11-64 and in our petitions before the FCC on this subject.

In recent months, evidence has been found and presented to the FCC as to:

- the AMTS B-block in California (including SCRRA region) not being encumbered by any lawful (actually lawfully built and maintained) site-based "incumbent" stations, which we believe will result in our AMTS licensing being usable in SCRRA areas; and
- the Maritime disqualification to hold its currently held AMTS A-block licenses due (among other things) to its cheating in the FCC AMTS auction against my companies, which we believe will result in our companies eventually obtaining these licenses, also, including in the SCRRA area.

For Skytel, I propose, if SCRRA believes it needs 217-222 MHz spectrum (for its PTC program or otherwise), the following.

Enter a spectrum purchase contract with Skytel ("Contract") --

- (1) for spectrum in the AMTS B-block, subject to final clearance of incumbent stations (but as I could explain, it is effectively cleared now), and
  - (2) for spectrum in the AMTS A-block, if SkyTel prevails in obtaining this, as indicated above, and if the B-block incumbent stations are not cleared first.
- All pricing and terms would be agreed to.
  - SkyTel may agree in the Contract that SCRRA could have the option to terminate the contract even if the above noted contingencies are satisfied, in exchange for release of a sum to be put into escrow. SCRRA may exercise this option for any reason, including if it succeeds in obtaining by final FCC action the spectrum from Maritime indicated above.

For such a Contract, if timely entered, SkyTel would offer a price in the general range that is involved in the SCRRA contract with Maritime, but would include in the contract a right to proceed against Maritime for damages (the Maritime price is not fair market value for many obvious reasons).

- (We do not know if SCRRA has viable damage claims against Maritime, but if it does, it may factor that in.)
- We would offer this since, as stated to the FCC (and to SCRRA) in various FCC filings, our companies are involved in wireless for Intelligent Transportation Systems, and while we disagree with the SCRRA pursuit of the Maritime spectrum (for legal, public-policy, California law, and other reasons), we may advance our positions before the FCC, US DOT, etc. by this arrangement.
- SkyTel would commit to using some of the sale proceeds for publicly disclosed California Intelligent Transportation System (ITS) research, via the Skybridge Spectrum Foundation, an IRS Sec. 501(c)(3) nonprofit dedicated to wireless for ITS. (Skybridge is a company I manage, listed below, and holds some of the AMTS B-block in California.) Skybridge is doing this anyway, but it is still a benefit to California ITS of which SCRRA PTC is a part.

SkyTel would not require in the Contract that SCRRA abandon its pursuit of the Maritime spectrum, and SkyTel would not give up our challenge of that, or any other challenge before the FCC or other entity related to that.

We would not require the Contract to be confidential, but it would be public.

By securing the above indicated Contract, SCRRA would secure AMTS spectrum, whether Maritime or SkyTel prevails as to the A-block, and also, as an alternative the AMTS B-block. As to the latter, we will be submitting to the FCC a certain petition to find automatic termination of the incumbent stations based on newly found evidence, much of which we recently filed with the FCC.

I do not see a downside for SCRRA if it enters such a Contract.

There is obvious upside, including a more secure radio-spectrum platform to pursue and secure for use funding for PTC development and deployment.

This email is not confidential.

SkyTel my use this email before the FCC, DOT-FTA, etc. to demonstrate availability of spectrum for PTC. We are sending somewhat similar offers to other public passenger railroads. While these offers are in good faith on the SkyTel side, I also note that, based on public evidence, it appears that many railroad entities are not honestly presenting to the FCC, FTA, APTA, etc. the relevant facts and their actual plans and issues. PTC is an unfunded (or not fully funded) Federal mandate. Some railroads appears to want to have and artificially project problems as to why then cannot meet the mandate, such as lack of radio spectrum (and that only PTC220-based radio equipment is viable, and that is behind, etc.), as a means to get more funding to go with the mandate. In any case, these offers are in good faith, and will at minimum help to clear up spectrum-availability issues, whether accepted or not.

If SCRRA has any interest, please let me know within 10 days.

If I do not get a response, I will take it that SCRRA has no interest.

Sincerely,  
Warren Havens

President  
*Skybridge Spectrum Foundation*  
*ATLIS Wireless LLC*  
*V2G LLC*  
*Environmentel LLC*  
*Verde Systems LLC*

Telesaurus Holdings GB LLC

Intelligent Transportation & Monitoring Wireless LLC

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